

# **Exhibit A**



July 29, 2020

To: W&T Offshore Inc.  
Nine Greenway Plaza, Suite 300  
Houston, TX 77046  
Attn: Mrs. Janet Yang  
Chief Financial Officer

**Re: Commitment under W&T Offshore Inc.'s ("W&T") existing Sixth Amended and Restated Credit Agreement dated as of October 18, 2018 (as amended and modified prior to the date hereof (the "Credit Agreement"))**

Dear Mrs. Yang:

Please refer to the Credit Agreement. A fully executed copy of the Credit Agreement consists of two parts (including the Fourth Amendment) both of which parts are attached to this letter. Capitalized terms used in this letter are used with the meaning provided in the Credit Agreement.

As Administrative Agent under the Credit Agreement, we confirm to you that as of today, subject to satisfaction of the conditions set forth in the Credit Agreement, W&T has \$130,583,000 of borrowing availability under the Credit Agreement.


We understand that W&T is considering an acquisition of Oil and Gas Properties from Arena Energy, its subsidiaries or Affiliates. We can confirm in response to your inquiry about the Credit Agreement, that W&T has the ability to use Loan proceeds to acquire Oil and Gas Properties as provided in the Use of Proceeds section (section 2.4) of the Credit Agreement, subject to other terms and conditions provided therein.

Please let us know if you have any questions.

Very truly yours,

Toronto Dominion (Texas) LLC,  
as Administrative Agent

By:

  
Name: Hughroy Enniss

Title: Authorized Signatory